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FEB
#2

APPROVED
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AUTHORITY

THE AMAZING

SPIDER-MAN



THIS IS
**PETER
PARKER**

LIQUID!

MACKIE
BYRNE
HANNA

WWW.MARVEL.COM

DIRECT EDITION



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\$1.99 US \$2.99 CAN

WHO IS BEING
SCORCHED
BY
SHADRAC?!

IT'S THE BEDROCK BLIZZARD!

EVERYTHING'S COVERED WITH SNOW!

"WOOLLY," MY FOOT! I'M FREEZIN'!

EVEN MY PEBBLES® CEREAL GOT FROSTED!



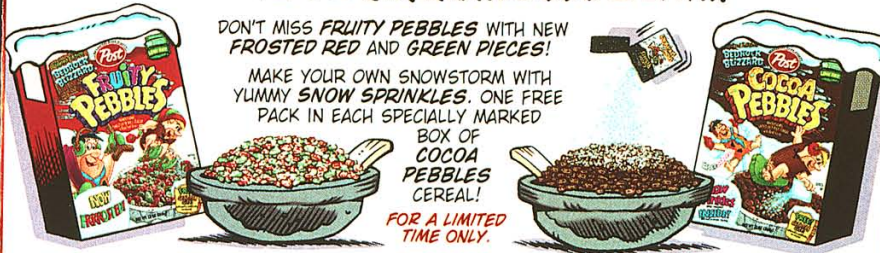
...THIS YEAR'S **MAMMOTH** EVENT!!!

DON'T MISS FRUITY PEBBLES WITH NEW FROSTED RED AND GREEN PIECES!

MAKE YOUR OWN SNOWSTORM WITH YUMMY SNOW SPRINKLES. ONE FREE PACK IN EACH SPECIALLY MARKED

BOX OF COCOA PEBBLES CEREAL!

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I CAN'T... (AND I DON'T WANT TO) ...BUT I MUST!

STAN LEE
PRESENTS:

A COLD WINTER'S NIGHT,
HIGH ABOVE THE
MANHATTAN SKYLINE...

HERE, AMONGST
THE SPIRES AND
ROOFTOPS...

...WE FIND SPIDER-MAN...
THE NEWEST MODEL.

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JOHN BYRNE
SCOTT HANNA
STORY & ART
GREGORY WRIGHT
COLORS
RICHARD STARKINGS
& COMICRAFT'S
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HEY, IT'S
THE EVER-
AMAZING

SPIDER-MAN!

A true hero at heart, Spider-Man has dedicated his life to preventing injustices against the innocent.



Met Peter Parker, once a brilliant, though meek, high school student, orphaned as a child and reared by his doting Uncle Ben and Aunt May. At a science fair, Peter was bitten by an irradiated spider and gained the proportionate strength, speed, agility and early warning "spider-sense" of that arachnid. He used these powers for personal fame and fortune as a masked Spider-Man. But when Peter failed to stop a criminal who later killed his beloved Uncle Ben, the youth's costumed identity took on a far deeper significance. He realized that with great power there must also come great responsibility. So Peter Parker became the wall-crawling nemesis of the criminal element; a young man determined to atone for the tragic death of his uncle — The Amazing Spider-Man!

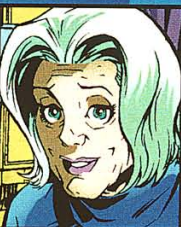
MARY JANE WATSON-PARKER

The wife of Peter Parker/Spider-Man, and his closest confidant. She has currently returned to Empire State University as a student majoring in psychology. Most recently, she has signed a modeling contract and thus came into a great deal of money. Her career is taking her all over the world.



AUNT ANNA

The aunt of Peter Parker's wife, Mary Jane Watson-Parker. She recently came to live with Peter and Mary Jane in their house in Forest Hills, Queens.



AUNT MAY

Ben Parker's sweet, understanding wife, who is Peter's aunt and surrogate mother since the tragic death of the youth's parents.



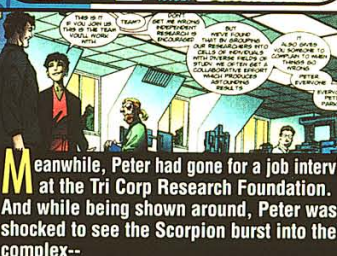
DR. TWAKI

The head of the Tri Corp Research Foundation located in New York City where Peter Parker has been given a position. Tri Corp is a private brain trust with enormous resources for scientific discovery.



PREVIOUSLY IN...

Peter Parker had kept his promise not to become Spider-Man. He and his Aunt May are now quite well off, living in a Fifth Avenue penthouse, courtesy of the income from wife Mary Jane's modeling.



--and scream out that Parker was the one he'd come for.

THE AMAZING SPIDER-MAN



But another Spider-Man has arrived on the scene. And when a revamped Scorpion begins to tear up Manhattan, the new webslinger leaps into action.



Let's check in on the sudden appearance of the second Spidey on this cold winter's night...



WELL...
... HERE ...
... GOES ...
... NOTHING!

WHOA!
WHAT A
RUSH!
THIS
IS SO
COOL!

PUTTING
ON THE WEBS
WHEN THE OLD
SPIDEY DISAPPEARED
WAS THE BEST
DECISION OF
MY LIFE!

WONDER
WHAT I'D DO
IF HE DECIDED TO
SHOW UP AGAIN? AND
WHAT IF HE DOESN'T
LIKE SOME UPSTART
DOING HIS
THING?

I MEAN,
IT'S NOT LIKE
I'D GO FOR ONE OF
THOSE TOE-TO-TOE
BATTLES BETWEEN
HEROES OR
ANYTHING!

THE
GUY IS MY
IDOL!

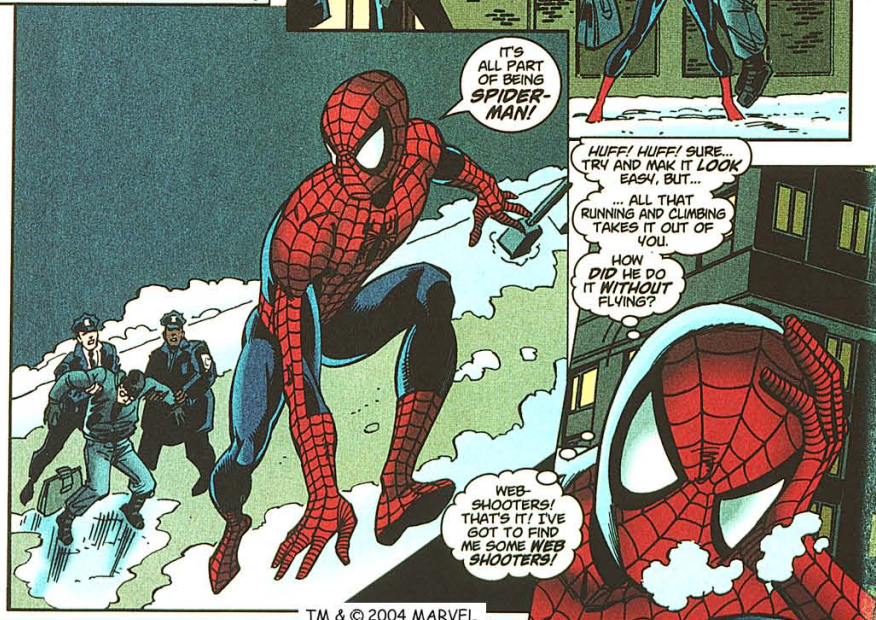
I
HOPE I
NEVER HAVE
TO FIND OUT
WHAT I'D
DO!



WHAT'S
THIS?

LOOKS LIKE THE
COPS ARE RUNNING
DOWN A GOOD
OLD-FASHIONED
BANK ROBBER!

COOL!
HAVEN'T
DONE ONE OF
THOSE YET!



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CATCH THE BUG.



The movie is where it begins. And now, on your PC, the action never ends.

Join Flik and his way-cool insect friends in an outrageous 3-D world where everything you do is strictly from a bug's point of view.

Zap enemy grasshoppers with your berry shooter. Get pecked by a giant bird.

Battle your way through 15 levels of non-stop fun where the action's always new. And teach the evil Hopper the true meaning of pest control.

The fate of the entire colony depends on you. So don't get squished.



PC ACTION AT THE GRASSROOTS LEVEL.



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BAN DAI
www.bandai.com

HYPER YO-YO

LIFE WITHOUT A BRAIN? NOT!

And not just any brain. An X-Brain! As if you'd want to live without a patented 4-clutch, snaps-back-on-its-own yo-yo. The X-Brain's so smart, it can make a neophyte look like a seasoned X-gamer. From the whacked-out brains at Yomega - maker of the hottest high performance yo-yos. For more insanity on a string, give this ad a spin.

YOMEGA

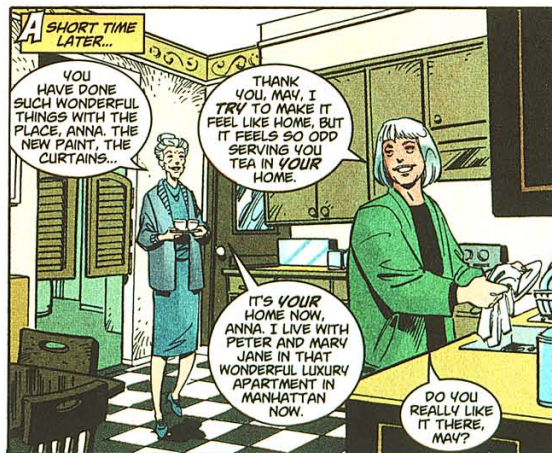
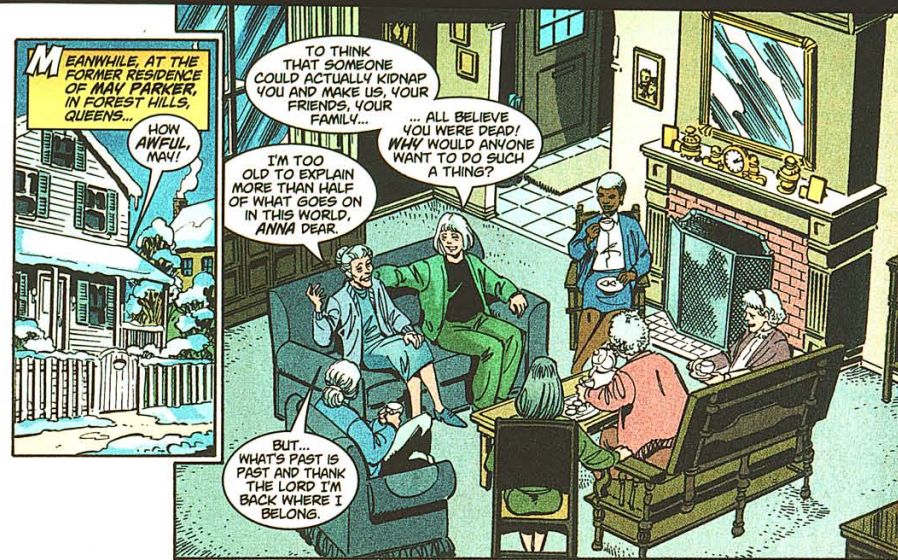
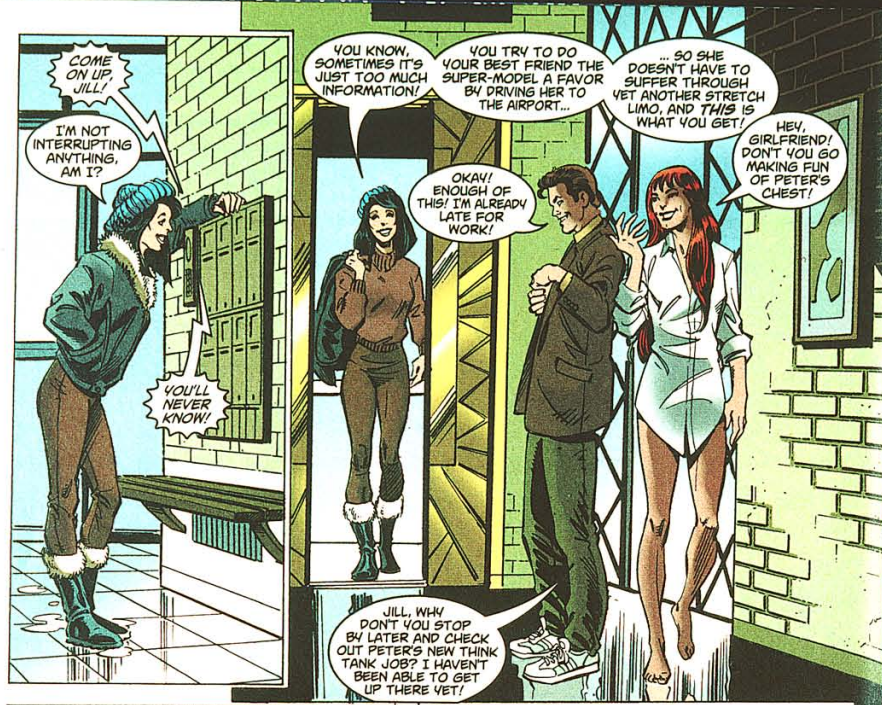
This out-of-control, raging yo-yo rules. 'Cause the Firestorm has a unique floating transaxle that makes for incredible spin time. It lets you do the whacked-out, intense tricks you never thought possible. But then, it is a yo-yo out there! For more insanity on a string, give this ad a spin.

REIGNING!

walk this dog!

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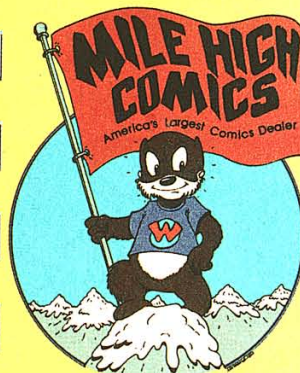
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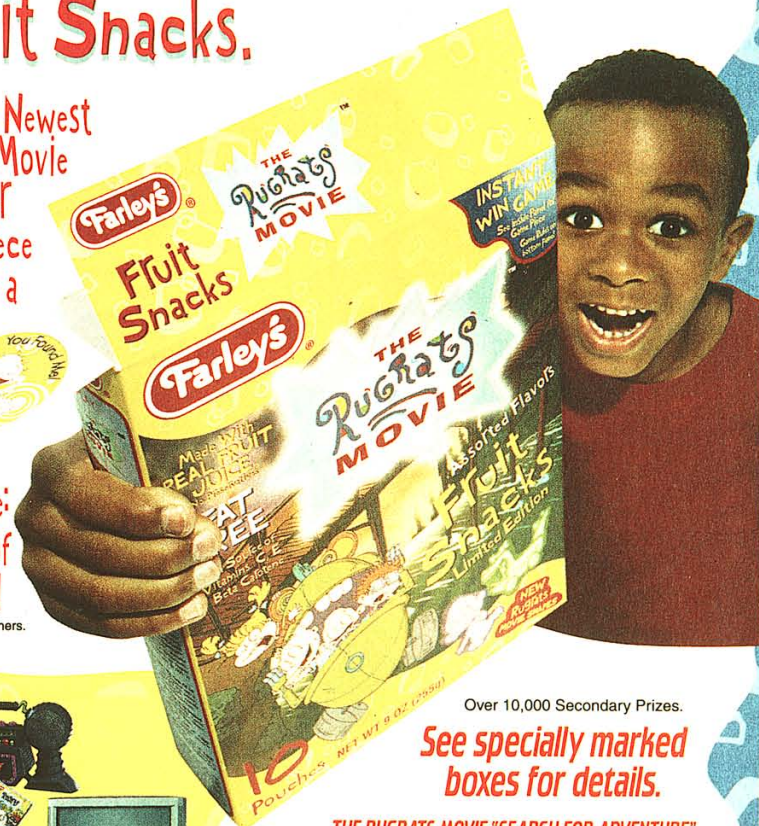
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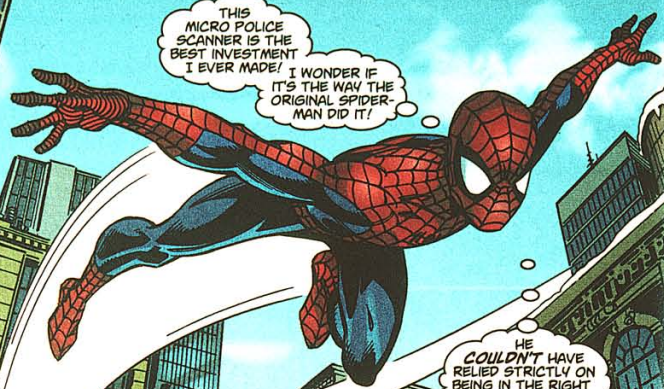
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MEANWHILE, SPIDER-MAN IS TAKING A WELL-DESERVED BREATH AFTER...

ATTENTION, ALL UNITS, A REPORTED DISTURBANCE AT OSBORN INDUSTRIES...

INVOLVING A 'SUPER BEING' OF UNKNOWN ORIGINS. PROCEED WITH CAUTION.

LOOKS LIKE I'M ON!



THIS MICRO POLICE SCANNER IS THE BEST INVESTMENT I EVER MADE! I WONDER IF IT'S THE WAY THE ORIGINAL SPIDER-MAN DID IT!

HE COULDN'T HAVE RELIED STRICTLY ON BEING IN THE RIGHT PLACE AT THE RIGHT TIME.

AT THAT MOMENT, PETER PARKER DEMONSTRATES HIS SCIENTIFIC GENIUS TO THE REST OF THE TEAM AT THE TRICORP RESEARCH FOUNDATION...

IMPRESSIVE, PETER VERY IMPRESSIVE!

INDEED, YOUNG FELLA! I THOUGHT I DIDN'T THINK SUCH A COMBINATION WOULD BE STABLE.

TERRY WATCHED AND WAS HERE THE ENTIRE TIME. SHE SAW EVERYTHING THAT WENT IN.

CHANTAL, STAN, JAVIER, CHILL! THE FORMULA IS AS CLEAN AS A WHISTLE AND --

PARKER!

YEAH, PARKER, YOU SURE YOU DIDN'T ADD SOMETHING ELSE TO ACT AS A STABILIZER?

GOOD JOB, SON! FINISH UP HERE, PREPARE FOR THE FINAL DEMO, GET YOUR PRELIMINARY NOTES ON MY DESK BY DAY'S END, THEN I'LL START WALKING YOU THROUGH THE PATENTING PROCESS.

THANK YOU, DOCTOR TWAKI.

LATER...

WHAT'S UP, JAVIER?

I DON'T KNOW, PARKER... THERE'S SOMETHING ABOUT YOUR CONFIGURATION THAT MAKES THE HAIRS ON THE BACK OF MY NECK STAND UP.



YOU WON'T BE THANKING ME AFTER YOU SEE THE PAPERWORK YOU'RE GOING TO HAVE TO GO THROUGH.



CALL IT A SIXTH SENSE.



IF YOU WANT, JAVIER, I'LL WALK YOU THROUGH THE PROCESS AND YOU'LL SEE --

EXCUSE ME?

YOU'LL WALK ME THROUGH THE PROCESS?

WHO DO YOU THINK YOU'RE TALKING TO, PARKER?

JUST BECAUSE YOU'RE THE FLAVOR OF THE MONTH, DON'T THINK I'M YESTERDAY'S NEWS!



I WAS JUST TRYING TO SAVE YOU FROM EMBARRASSING YOURSELF!

BUT... I...



A SHORT TIME LATER...

MIND IF I JOIN YOU, PETER?

I'D LOVE THE COMPANY.



SO, HOW'S IT GOING SO OF THE TRICORP FAR?

YOU FEELING PART GOING SO OF THE TRICORP FAMILY YET?

OH, YEAH! AND TODAY I FIGURED OUT WHO THE OLDER, IRRITATING BROTHER IS GOING TO BE.

JAVIER.

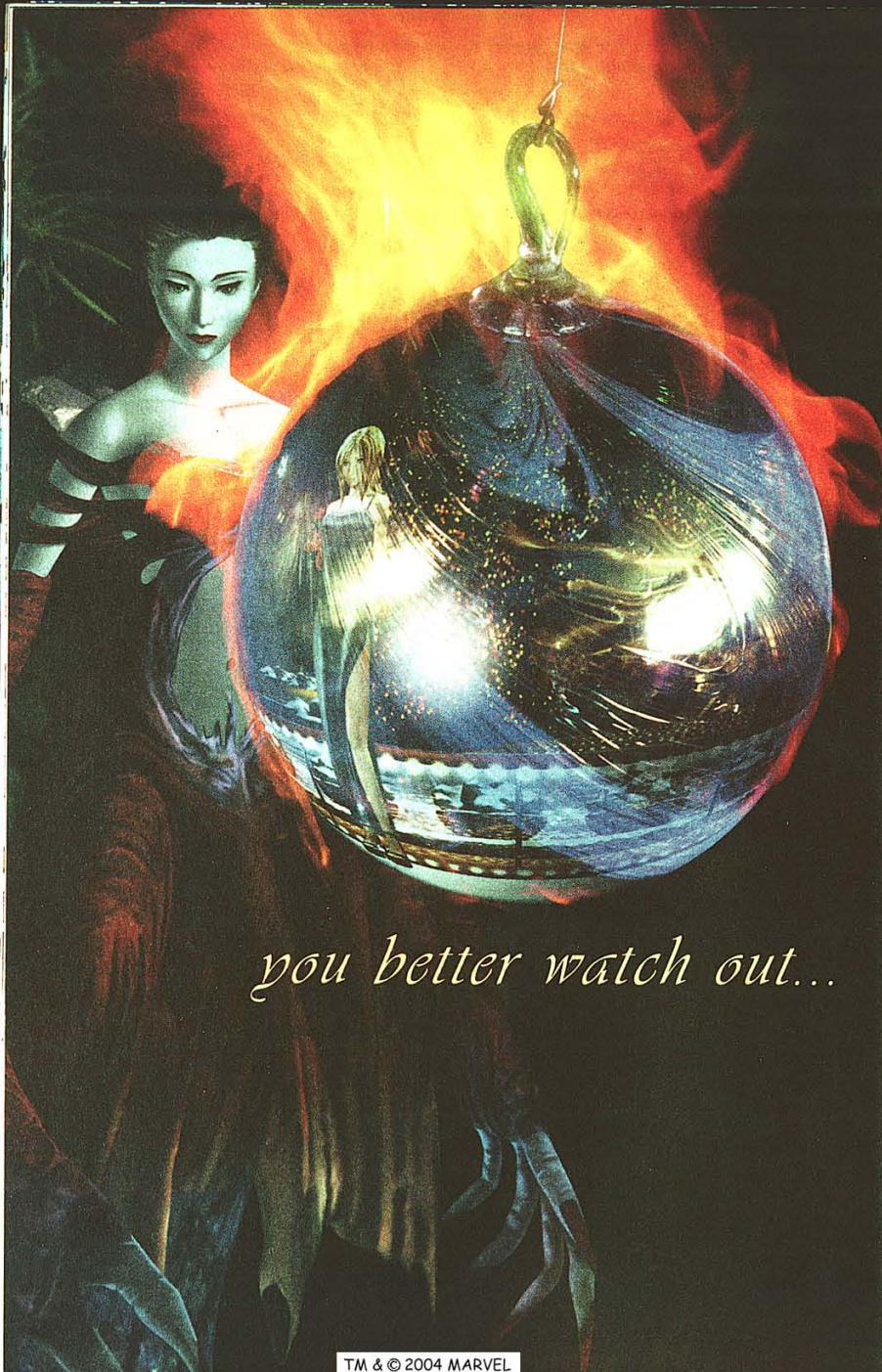
NOW, WHAT DO YOU SAY ABOUT HEADING UP TO THE LAB AND GIVING YOUR PROCESS THE FINAL RUN THROUGH?

HE'S AN ACQUIRED TASTE, WITH MORE HISTORY THEN I HAVE TIME TO GO INTO. BUT... HE'S AN EXCELLENT SCIENTIST AND YOU SHOULD TRY TO USE HIM. HE KNOWS HIS STUFF.

NOW, WHAT DO YOU SAY ABOUT HEADING UP TO THE LAB AND GIVING YOUR PROCESS THE FINAL RUN THROUGH?

NOW, WHAT DO YOU SAY ABOUT HEADING UP TO THE LAB AND GIVING YOUR PROCESS THE FINAL RUN THROUGH?





you better watch out...

you better not fry...

The creators of *Final Fantasy VII* have the hottest lineup of holiday titles, including the spectacular new science-fiction masterpiece, *Parasite Eve™*.

From the blazing fighting action in *Bushido Blade™ 2* to the smoldering battlefields of *Final Fantasy Tactics™*, these games might be too hot to handle.



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The cinematic RPG



Role-Playing with giant robots



Honorable swordplay



An action/puzzle RPG



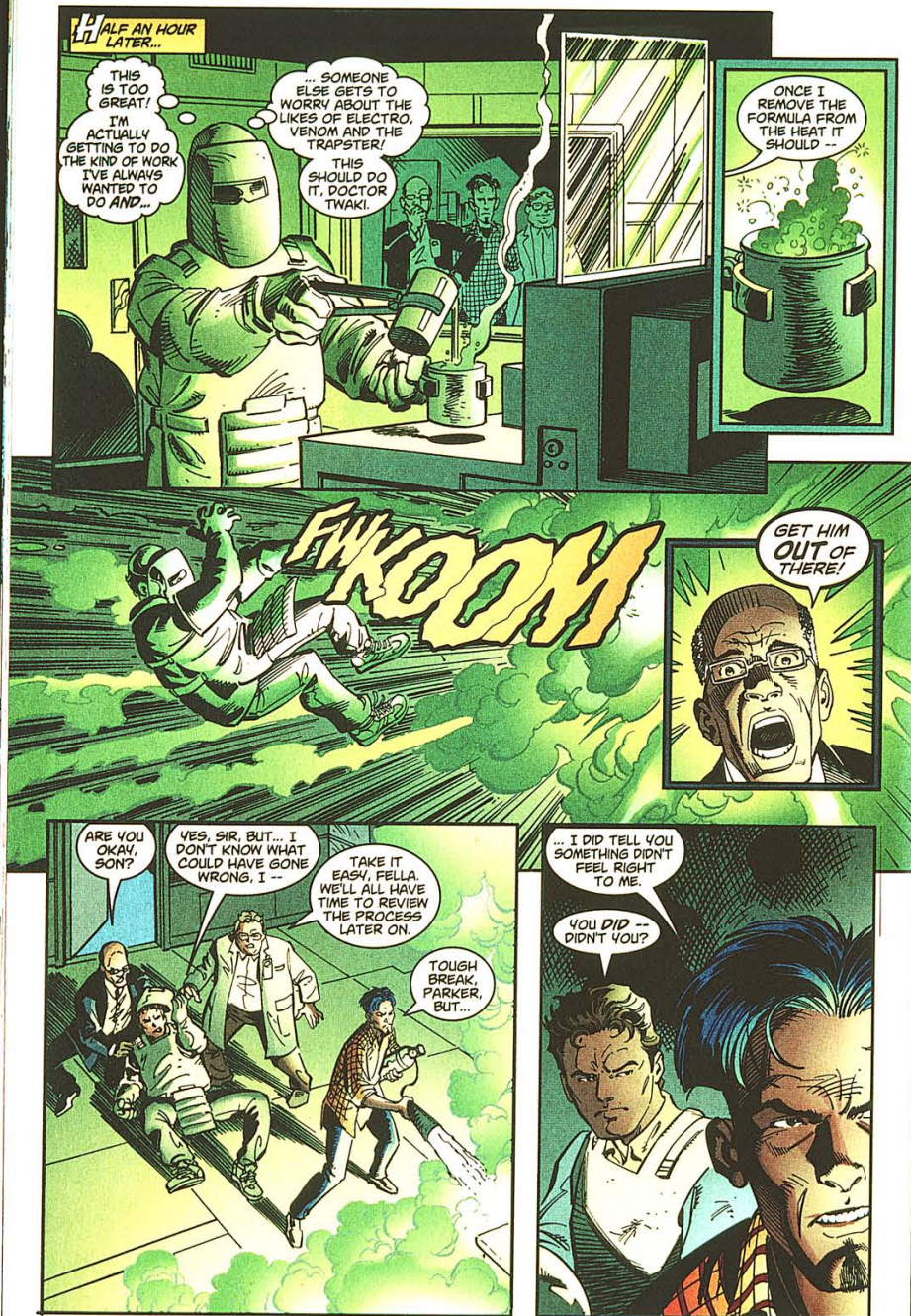
A strategic new world



Seven journeys become one



A fully-loaded 3D shooter





HEY!
WHERE ARE
YOU GOING
TO?
RUNNING
AWAY SO
SOON?
I WISH!



WHY DID HE
HAVE TO TAKE IT
UNDERGROUND?
I HATE
TUNNELS AND
THINGS!

WOW! HE
JUST MELTED
THROUGH HERE
AND IT'S COOL
ALREADY. THAT
DOESN'T SEEM
RIGHT!



HELLO!
MR. BAD
GUY!

COME
OUT! COME
OUT! WHEREVER
YOU ARE --

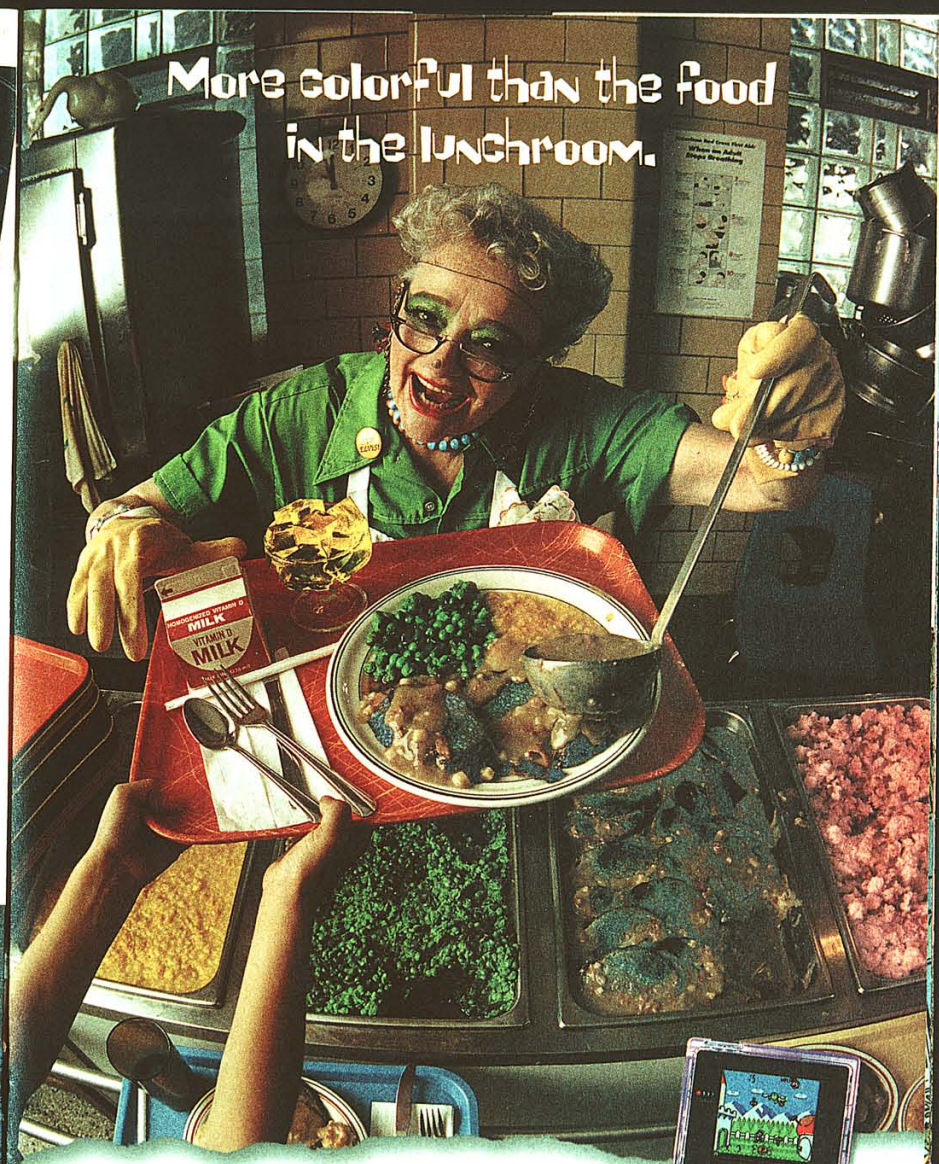
GOTCHA!

HEY!
WHAT'S WITH THE
BANDAGES?

YOU
KNOW IF THIS
IS ALL A SKIN
PROBLEM...

...I'VE GOT
THE NAME OF A
DERMATOLOGIST ON
PARK AVENUE WHO
DID WONDERS FOR
A PROBLEM I
HAD LAST
YEAR.
MAYBE
YOU WANT HIS
NUMBER.

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More colorful than the food
in the lunchroom.

What's bluer than the mystery meat? More yellow than the nuclear gelatin cubes? Redder than the lunchroom lady's lips? New Game Boy® Color. It plays old and new Game Boy® games in a smorgasbord of tasty new colors. Delicious.

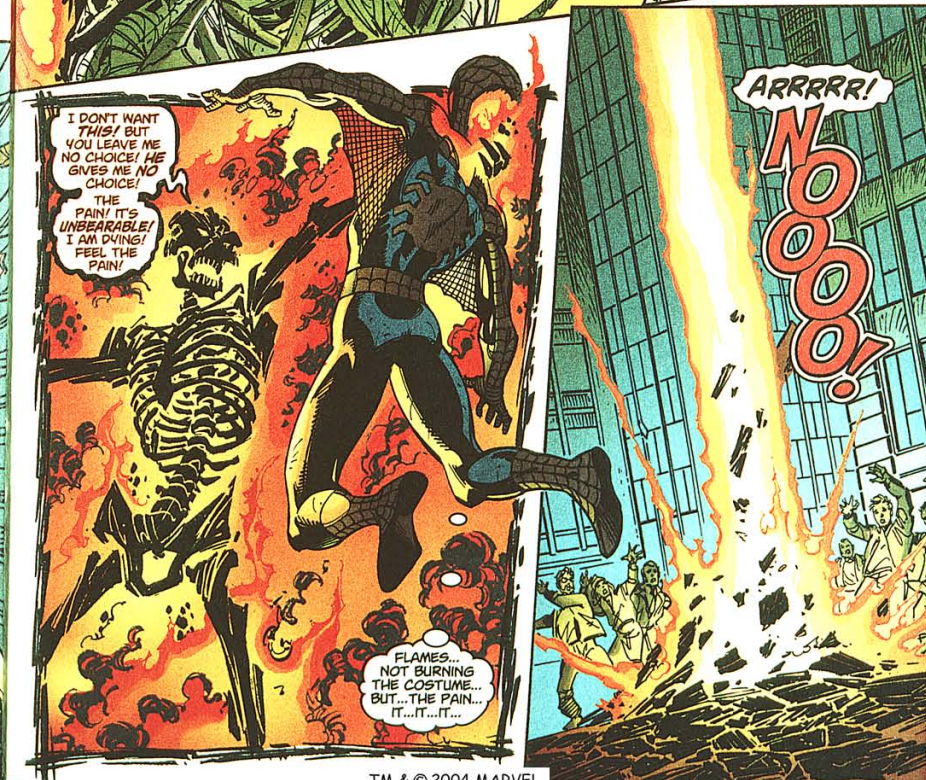
New Game Boy® Color. Escape to Color.

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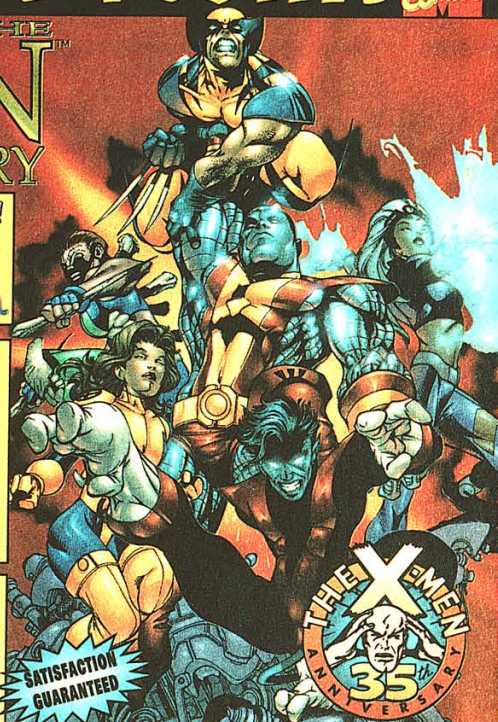
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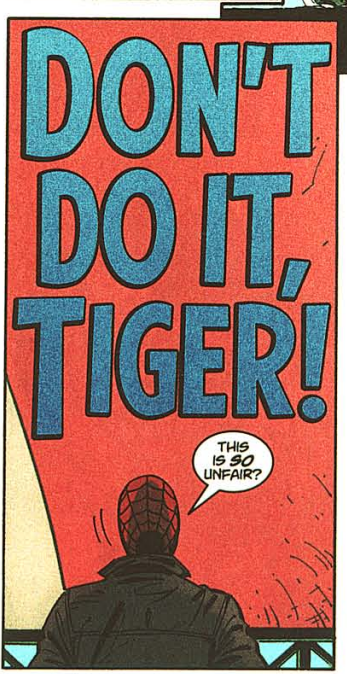
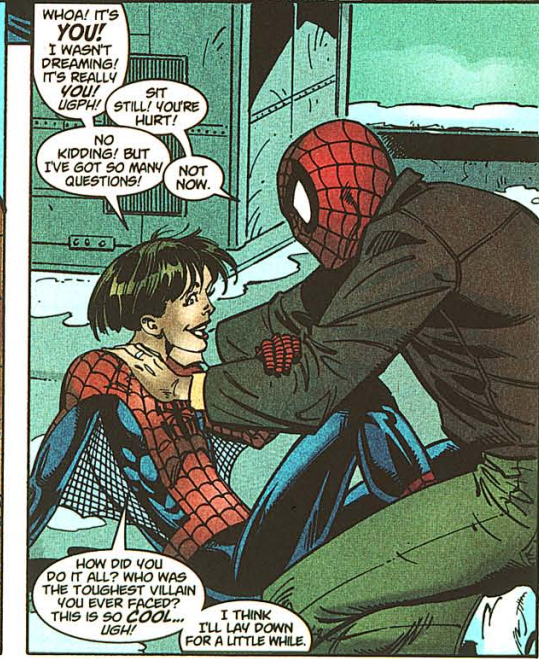
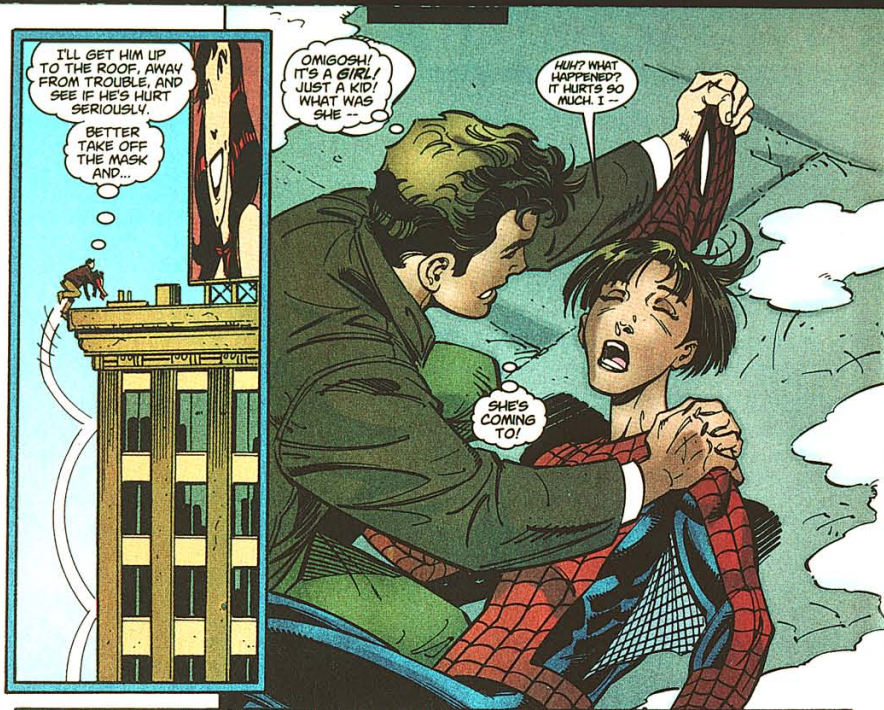
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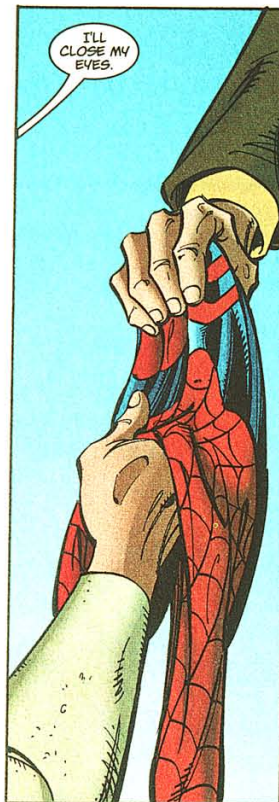


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I'LL
CLOSE MY
EYES.



HOW DID
YOU --?

GET THE
POWERS?

WELL...
YOU EVER
HEARD OF A GUY
CALLED NORMAN
OSBORN?

I'VE
HEARD OF
HIM.

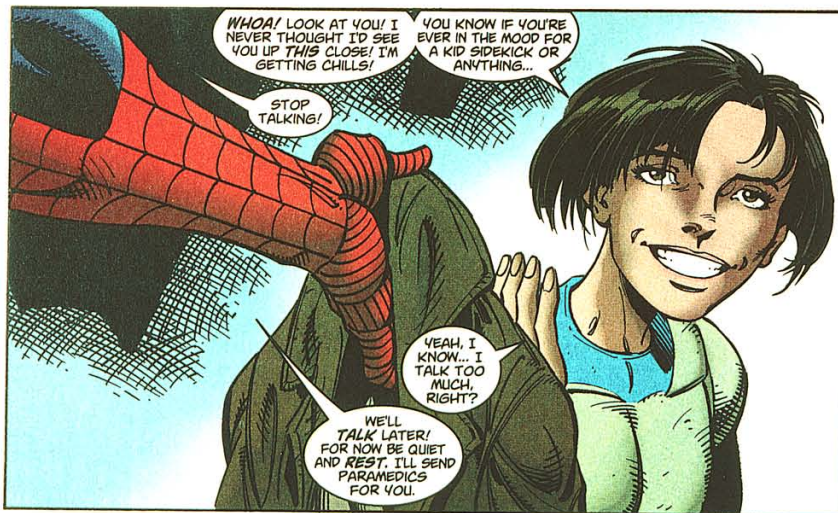


WELL, HE
HAD THIS THING
CALLED THE GATHERING
OF FIVE AND... WELL, HE
THOUGHT HE GOT ULTIMATE
POWER, BUT HE WENT
LIKE **NUTS!**

I WOUND UP
GETTING THE POWER,
AND, WHEN YOU DID THE
DISAPPEARING ACT, I
THOUGHT...

I MEAN I'VE
GOT TO BE LIKE
YOUR **BIGGEST**
FAN!

I FIGURED
THE WORLD COULD
ALWAYS USE A SPIDER-
MAN AND... WELL, I
JUST WENT
FOR IT!



WHOA! LOOK AT YOU! I
NEVER THOUGHT I'D SEE
YOU UP THIS CLOSE! I'M
GETTING CHILLS!

STOP
TALKING!

YOU KNOW IF YOU'RE
EVER IN THE MOOD FOR
A KID SIDEKICK OR
ANYTHING...

YEAH, I
KNOW... I
TALK TOO
MUCH,
RIGHT?

WE'LL
TALK LATER!
FOR NOW BE QUIET
AND REST. I'LL SEND
PARAMEDICS
FOR YOU.



GO FOR IT,
**SPIDER-
MAN!**

ON SALE NOW!

THOR #8
GUEST-STARRING
SPIDER-MAN... WHICH
LEADS DIRECTLY INTO:

NEXT WEEK!

PETER PARKER #2
SPIDER-MAN CONTINUES
HIS ADVENTURE WITH
THE GOD OF THUNDER!

NEXT MONTH!

IN AMAZING #3
IT'S GOING TO TAKE
SPIDEY AND ICEMAN
TO STOP SHADRAC!

MISS 'EM, AND BE LEFT OUT IN THE COLD, TRUE-BELIEVER!

He Will Show The World Why Mutants Are Hated & Feared

X-Men: The Magneto War

Uncanny X-Men #366

Uncanny X-Men #367

X-Men #86

X-Men #87

**Beginning This January
And In March: Magneto #1**

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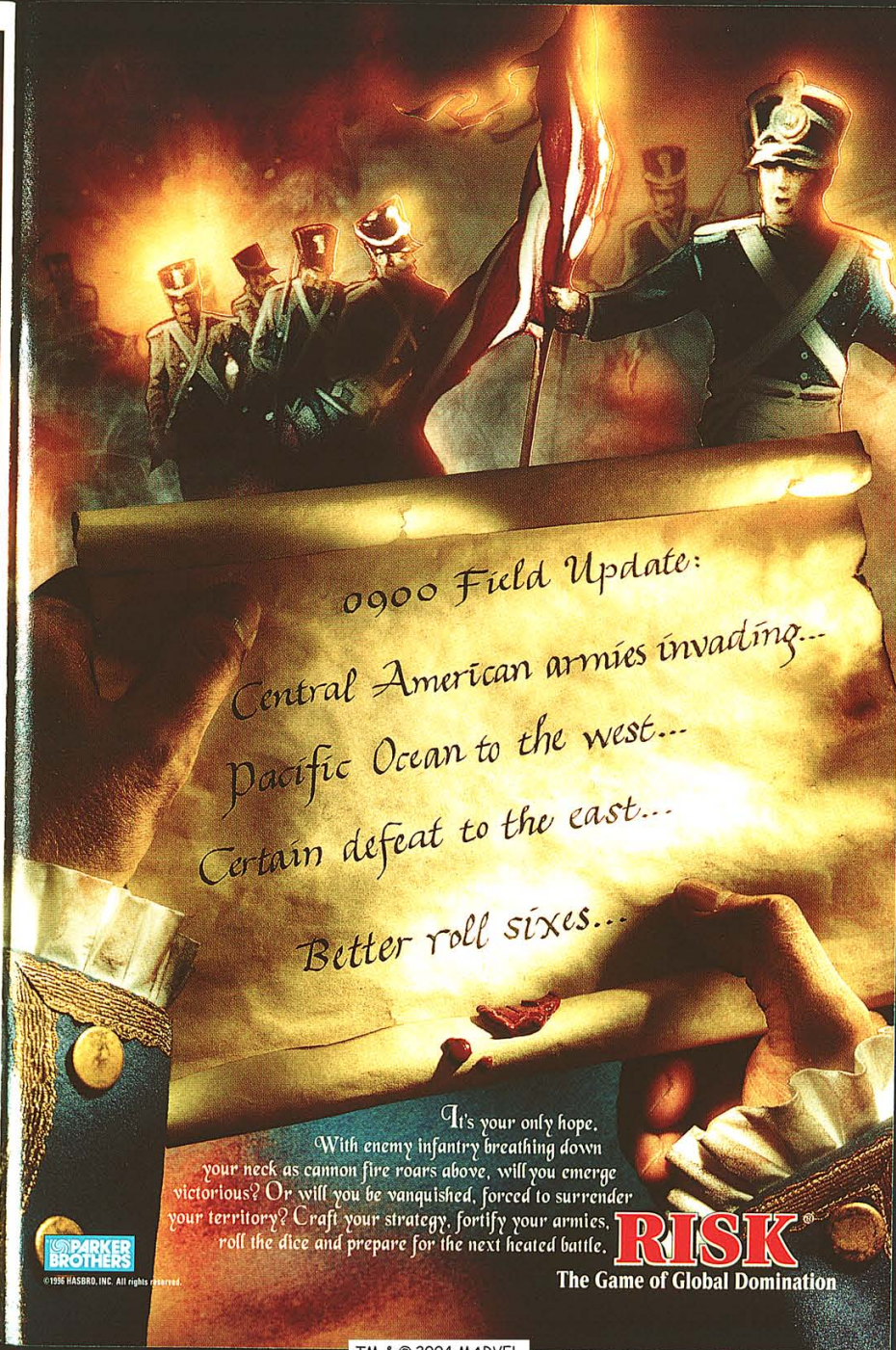
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got milk?

got milk?

My share of tricks. But my secret weapon came with a name already in place. Milk. It has more nutrients than sports drinks, plus it's one of the few things I don't have to be upside down to enjoy.

The Madonna, Stale Fish, and 720 McHawk. I've named my share of tricks.

TONY HAWK © 1998 NATIONAL FLUID MILK PROCESSOR PROMOTION BOARD

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